

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
Richmond Division

IN RE:	)	Bankruptcy No. Case No. 08-35653-KRH
	)	
CIRCUIT CITY STORES, INC., et al.	)	CHAPTER 11
	)	
Debtors.	)	Jointly Administered
_____	)	
	)	
UNITED STATES OF AMERICA,	)	
on behalf of Its agency the U.S. Department	)	
of Commerce, National Telecommunications	)	
Information Administration,	)	Contested Matter
	)	
Movant,	)	
	)	
v.	)	
	)	
CIRCUIT CITY STORES, INC.,	)	
	)	
Respondent.	)	

ORDER GRANTING UNITED STATES' MOTION FOR COURT APPROVAL  
OF RECOUPMENT

Upon consideration of the "United States' Motion for Court Approval of Recoupment, and Memorandum in Support Thereof" (the "Motion") filed on May 29, 2009, and

IT APPEARING that the debtors and debtors in possession in the above-captioned cases (the "Debtors") agree to the relief requested in the Motion; and

IT FURTHER APPEARING that no party has filed any response to the Motion or stated any objection to the granting of the relief requested in the Motion after proper notice and a copy of the Motion were served on all those parties as required by the Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007, and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management and Administrative

Procedures (entered on November 13, 2008 at Docket No. 130) (the “Case Management Order”),  
and

IT FURTHER APPEARING that good cause exists for the granting of the Motion, it is  
hereby:

ORDERED that the Motion is GRANTED; it is further

ORDERED that the exercise of its right of recoupment by the National  
Telecommunications Information Administration (“NTIA”) is hereby APPROVED, and NTIA is  
authorized to recoup the sum of \$347,879.80 (consisting of the amount of \$334,720.00 in  
Returned CECB Settlements for which currently a credit is owed to the U.S. Treasury under the  
Retailer Agreement and Returns Addendum in the amount of \$334,720.00, and \$13,159.80 for  
which the United States Treasury previously took a credit against coupon reimbursements owing  
to the debtor); it is further

ORDERED that, except for the recoupment rights set forth in the preceding paragraph,  
the Debtors and NTIA reserve any and all legal and equitable rights, remedies, defenses, actions  
and arguments with respect to any other rights, claims or causes of action asserted by the other  
and the Debtors and NTIA further reserve any and all equitable rights, claims or causes of action  
(known or unknown) that they may have against one another consistent with bankruptcy law and  
the proceedings in this case; and it is further

ORDERED that all parties shall bear their respective costs and fees, including any  
possible attorney’s fees or other expenses of litigation; and it is further

ORDERED that the Clerk is directed to serve a copy of this Order electronically on all registered users of the ECF system that have filed notices of appearance in this matter, and by U.S. Mail, first class, postage prepaid on any non-ECF registered users entitled to notice.

DATED this \_\_\_\_ day of August, 2009.

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KEVIN R. HUENNEKINS, Judge  
United States Bankruptcy Court

WE ASK FOR THIS:

DANA J. BOENTE  
UNITED STATES ATTORNEY

By: /s/Robert P. McIntosh  
Robert P. McIntosh  
Assistant United States Attorney  
*Counsel for the United States*

SEEN AND AGREED:

SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP  
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/s/ Douglas M. Foley (by Robert P. McIntosh w/ permission based on email)

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*Counsel for Debtors and Debtors in Possession*

CERTIFICATE OF SERVICE

I hereby certify that on August \_\_4\_\_, 2009, a true and correct copy of the foregoing proposed ORDER GRANTING UNITED STATES' MOTION FOR COURT APPROVAL OF RECOUPMENT was attached to a Certificate of Service filed with the Bankruptcy Court, which in turn will serve a copy of the proposed Order on all parties who have requested ECF notification.

It is further certified that service of the foregoing has been made this \_\_4\_\_ day of August by placing a true and correct copy in the United States mail, first class, postage prepaid, on the following:

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I certify based on the foregoing that the proposed Order has been served upon all necessary parties and/or endorsed by necessary parties.

/s/Robert P. McIntosh  
Robert P. McIntosh  
Assistant U.S. Attorney